

June 28, 2024

Ref.: SATCHMO/014/2024-25

BSE Limited
(Stock Code: 533202)
Floor 25, P J Towers
Dalal Street
Mumbai-400 001

Dear Sir / Madam,

Sub: Voting Results and Scrutinizer's Report of the 20th Annual General Meeting (AGM):

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 as amended from time to time, please find enclosed the consolidated voting results on the resolutions passed at the 20th Annual General Meeting (AGM) of the Company as declared by the Chairman along with the Scrutinizer's report as submitted by Mr. Sudhindra K S, Practicing Company Secretary (Membership No. FCS 7909) on the resolutions as set forth in the notice dated May 10, 2024 for the 20th AGM of the Company held on 28th June, 2024 at 9:00A.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM").

The above Results and Scrutinizer's Report are also available on the website of the Company at www.satchmoholdings.in.

Thanking you

For Satchmo Holdings Limited
(Formerly NEL Holdings South Limited)



Prasant Kumar
Company Secretary & Chief Compliance Officer



Encl.: As above

DECLARATION OF VOTING RESULTS OF RESOLUTIONS PASSED THROUGH REMOTE E-VOTING AND INSTA POLL DURING THE 20th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 28th JUNE, 2024 AT 9:00 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS ("VC/OAVM"). MEETING COMMENCED AT 09.00 AM AND ENDED AT 09.41 AM.

Dear Members,

We hereby declare the consolidated voting results on the resolutions passed at the 20th Annual General Meeting (AGM) of the Company based on the Scrutinizer's Report as submitted by Mr. Sudhindra K S, Practicing Company Secretary (Membership No. FCS 7909).

The company had provided facility to the members to cast their vote through remote e-voting from 25th June, 2024 (9:00 IST) to 27th June, 2024 (17:00 IST) and e-voting during the 20th Annual General Meeting of the Company.

The Board of Directors had appointed Mr. Sudhindra K S, Practicing Company Secretary (Membership No. FCS 7909) as the Scrutinizer to scrutinize the remote e-voting and the e-voting process at the AGM in a fair and transparent manner. The Scrutinizer had submitted his consolidate report dated 28th June, 2024 on remote e-voting and e-voting conducted during the 20th Annual General Meeting of the Company.

The Consolidated results based on the above said report of the Scrutinizer is as follows:

Srl No.	Particulars	Resolution Type (Ordinary/Special) **	%age of votes cast in favour	%age of votes cast in against
1	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and Auditor's thereon	Ordinary Resolution	99.9986%	0.0014%
2	To appoint the Statutory Auditors of the Company	Ordinary Resolution	99.9986%	0.0014%
3	To appoint Mr. Ramesh Karur Raghavendran (DIN: 03572425), as Whole-time Executive Director and Chief Financial Officer, designated as Executive Director – Finance and CFO of the Company	Special Resolution	99.9986%	0.0014%

Satchmo Holdings Limited

(Formerly known as NEL Holdings South Limited)

CIN : L93000KA2004PLC033412

Regd. Office: No. 110, A Wing, Level I, Andrews Building, M.G. Road, Bangalore - 560 001. Tel: +91-080-2227 2220, W : satchmoholdings.in, Email : info@satchmoholdings.in



Based on the above report, all the resolution was passed successfully at the 20th Annual General Meeting of the Company.

Thanking you.

Yours faithfully,

For Satchmo Holdings Limited
(Formerly NEL Holdings South Limited)



Nitesh Shetty
Chairman & Managing Director



	SATCHMO HOLDINGS LIMITED
Date of the AGM/EGM	28-06-2024
Total number of shareholders on record date	20018
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	36

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and Auditor's thereon										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,52,73,350	6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,05,19,163	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0	0	0	0.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	7,00,39,587	35,09,425	5.0106	35,08,516	909	99.9740	0.0259	0	0	
	Poll		50	0.0001	0	50	0.0000	100.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		35,09,475	5.0107	35,08,516	959	99.9727	0.0273	0.0014	0	0
Total		14,58,32,100	6,87,82,825	47.1658	6,87,81,866	959	99.9986	0.0014	0	0	

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Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint the Statutory Auditors of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,52,73,350	6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,05,19,163	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	7,00,39,587	35,09,425	5.0106	35,08,516	909	99.9740	0.0259	0	0
	Poll		50	0.0001	0	50	0.0000	100.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,09,475	5.0107	35,08,516	959	99.9727	0.0273	0	0
Total		14,58,32,100	6,87,82,825	47.1658	6,87,81,866	959	99.9986	0.0014	0	0



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Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Mr. Ramesh Karur Raghavendran (DIN: 03572425), as Whole-time Executive Director and Chief Financial Officer, designated as Executive Director – Finance and CFO of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,52,73,350	6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,52,73,350	100.0000	6,52,73,350	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,05,19,163	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	7,00,39,587	35,09,425	5.0106	35,08,516	909	99.9740	0.0259	0	0
	Poll		50	0.0001	0	50	0.0000	100.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,09,475	5.0107	35,08,516	959	99.9727	0.0273	0	0
Total	14,58,32,100	6,87,82,825	47.1658	6,87,81,866	959	99.9986	0.0014	0	0	

Handwritten signature or initials.



CS Sudhindra K S
Company Secretary

No, 116/6, 2nd Floor 11th Cross,
Next to Union Bank of India
Malleshwaram Bangalore 560 003
Tel : 98442-71319
Email: sudhindraksfcs@gmail.com
Ph: 9844271319

To

The Chairman
SATCHMO HOLDINGS LLIMITED
(Formerly known as NEL Holdings South Limited)
CIN: L93000KA2004PLC033412
Regd. Office: 110,A Wing, Andrews Building,
Level-1, M G Road, Bengaluru-560 001
Karnataka, India

Sir,

I Sudhindra K S, a Company Secretary in Practice having office at No 116/6, 2nd Floor, Next to Union Bank of India, 11th Cross, Malleshwaram, Bengaluru 560003, Karnataka-India, have been appointed as the **Scrutinizer** for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner by ascertaining the requisite majority on the e-voting process carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended by the Companies (Management & Administration) Amendment Rules, 2015 in respect of the resolutions referred in the Notice of the 20th Annual General Meeting of the Members of SATCHMO HOLDINGS LLIMITED the Company) held on Friday, the 28th June 2024 at 09:00 AM through video conferencing ('VC') or other audio-visual means ('OAVM').

The Ministry of Corporate Affairs ("MCA") has allowed the Company to conduct Annual General Meeting through video conferencing ("VC") or other audio-visual means ("OAVM"). In this regard, MCA issued Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020, Circular No.02/2021 dated January 13, 2021 and Circular No. 19/2021 dated December 08, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 9/2023 dated September 25, 2023 respectively, (collectively referred to as "MCA Circulars"), prescribing the procedure and manner of conducting the Annual General Meeting through VC/ OAVM. Further, the Securities and Exchange Board of India ("SEBI") also earlier vide its Circular No.

SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, Circular No. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 05, 2023 and Circular No. SEBI/HO/DDHS /P/CIR/2023/0164 dated October 06, 2023 (collectively referred to as "SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with the applicable provisions of the Companies Act 2013 ("Act"), MCA Circulars and SEBI Circulars / Listing Regulations In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 20th AGM of the Company was conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.

The Venue for the AGM was deemed to be the place from where the Chairman of the Board conducted the meeting.

Further, pursuant to the MCA and SEBI Circulars, as confirmed by the Company, the Notice of the 20th AGM along with statement setting out material facts under Section 102 of the Act, along with the Annual Report for the FY 2023-2024 was sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories.

The Notice calling the 20th AGM had been uploaded on the website of the Company at www.satchmoholdings.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited ("BSE") at www.bseindia.com and the AGM Notice is also available on the website of KFin Technologies Limited ("Kfin") (agency for providing the remote e-voting facility) i.e. <https://emeetings.kfintech.com>

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members was also dispensed.

Members attending the meeting through VC or OAVM had been counted for purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and remote e-voting during the AGM on the Resolutions set out in Notice of 20th Annual General Meeting of the Members of the Company. My responsibility, as a scrutinizer for remote e-voting is restricted to the extent of making Scrutinizer's report of the votes cast "In favour" or "Against"

on the Resolutions stated above, based on the reports generated from the e-voting system provided by "Kfin".

The Company appointed Kfin (agency for providing the remote e-voting facility) i.e. <https://emeetings.kfintech.com> as a service provider for extending the facility of providing remote electronic voting to the Shareholders of the Company and Cut-off date of e-voting was on June 21, 2024. The voting period for the remote e-voting commenced on Tuesday, 25th June 2024, at 9.00 AM and ended on Thursday, 27th June 2022 at 5.00 PM and the Kfin e-voting platform was blocked in due time for my access. After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was downloaded by me and voting was diligently scrutinized and the votes cast under remote e-voting facility was thereafter unblocked by me on 28th June 2024. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the <https://evoting.kfintech.com/>.

I now submit my consolidated report as under on the results of the remote e-voting in respect of said resolutions.

In determining the validity of votes cast, I have adopted the following criteria;

The members who have exercised their voting rights through remote e-voting and e-voting during the AGM. In such cases, the e-votes on the basis of votes cast through remote e-voting has been taken into consideration.

In respect of e-voting exercised by bodies corporate, Institutional Members (FIs/Mutual Funds/Banks) etc., I have relied on the Power of Attorney/Authorization/Board Resolutions as uploaded by them in the website of Kfin and same were downloaded from the <https://evoting.kfintech.com/> and Power of Attorney/Authorization/Board Resolutions received by me directly from the Corporate Members. However no bodies corporate, Institutional Members (FIs/Mutual Funds/Banks) etc have cast their votes for the AGM.

The electronic register and all other papers together with relevant records relating to remote electronic voting would be handed over to the Company Secretary for safe keeping.

Consolidated Result of Item No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024 including Consolidated Financial Statements for the said year, together with the Reports of the Board of Directors and the Auditors thereon.

- (i) Voted in **favour** of the resolution :

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
71	68781866	99.9986%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	959	0.0014%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Consolidated Results of Item No. 2: Ordinary Resolution

To appoint the Statutory Auditors of the Company.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
71	68781866	99.9986%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	959	0.0014%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Consolidated Results of Item No. 3: Special Business/Special Resolution

To appoint Mr. Ramesh Karur Raghavendran (DIN: 03572425), as Whole-time Executive Director and Chief Financial Officer, designated as Executive Director – Finance and CFO of the Company.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
71	68781866	99.9986%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	959	0.0014%

(iii) **Invalid Votes/Abstained:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Thanking You

Sincerely,

**SUDHINDRA
KUTISHVARLU
SHESHAGIRI**

Digitally signed by SUDHINDRA KUTISHVARLU SHESHAGIRI
DN: c = IN, o = SUDHINDRA KUTISHVARLU SHESHAGIRI, ou =
SUDHINDRA KUTISHVARLU SHESHAGIRI, email =
s.kutishvarlu@sheshagiri.com, cn = SUDHINDRA
KUTISHVARLU SHESHAGIRI

Sudhindra K S

SCRUTINISER – AGM

Company Secretary

B.Com. FCS.LLB, DIA, RP

UDIN: F007909F000630157

Place: Bengaluru

Dated: 28th June 2024